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Email mail@hester.in
Toll Free 1800 233 7937
www.hester.in

CIN L99999GJ1987PLC022333

20 September 2023

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Scrip Code: 524669

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051

Symbol: HESTERBIO

Dear Sir/Madam:

Subject: Outcome of 36th Annual General Meeting, Voting Results and Scrutinizer Report

This is in reference to our letter dated 23 August 2023, the 36th Annual General Meeting (AGM) was held on Wednesday, 20 September 2023 at 10:30 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with the circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and the businesses transacted at the Annual General Meeting mentioned in the Notice dated 26 June 2023.

All the resolutions placed before the members for their approval have been passed with the requisite majority via electronic voting as per the scrutiniser's report dated 20 September 2023.

We attach herewith:

1. Proceedings of the 36th Annual General Meeting of the Company
2. Voting results of 36th AGM
3. Scrutiniser's Report on of 36th Annual General Meeting held on 20 September 2023

Please make a note of this on your record.

Sincerely,
For Hester Biosciences Limited

Vinod Mali
Company Secretary & Compliance Officer
ACS 50908

Enclosure: As above

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PROCEEDINGS OF 36TH ANNUAL GENERAL MEETING HELD ON WEDNESDAY, 20 SEPTEMBER 2023 VIA VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM"), WHICH COMMENCED AT 10:30 A.M. (IST) AND CONCLUDED AT 11:16 A.M. (IST)

Following Directors / Key Managerial Personnels / Auditors of the Company attended the AGM through VC / OAVM:

- | | |
|-------------------------|--|
| 1. Dr. Bhupendra Gandhi | Chairman |
| 2. Mr. Rajiv Gandhi | CEO & Managing Director |
| 3. Ms. Priya Gandhi | Executive Director |
| 4. Mr. Sanjiv Gandhi | Director |
| 5. Mr. Ravin Gandhi | Director |
| 6. Ms. Nina Gandhi | Alternate Director to Mr. Ravin Gandhi |
| 7. Mr. Ashok Bhadalkar | Independent Director and Chairman of Audit Committee & Nomination and Remuneration Committee) |
| 8. Ms. Sandhya Patel | Independent Director and Chairperson of Stakeholder's Grievances and Relationship Committee) |
| 9. Mr. Anil Jain | Independent Director |
| 10. Mr. Jatin Trivedi | Independent Director |
| 11. Mr. Nikhil Jhanwar | Chief Financial Officer |
| 12. Mr. Vinod Mali | Company Secretary |
| 13. Mr. Arpit Shah | Partner - Chandulal M Shah & Co., Statutory Auditors |
| 14. Mr. Tapan Shah | Secretarial Auditor and Scrutinizer appointed for submitting his report on remote e-voting and e-voting during the AGM |

The 36th Annual General Meeting of the Members of the Company was held on Wednesday, 20 September 2023 at 10:30 a.m. (IST) via Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Members Attendance

Representations under the Companies Act, 2013, ("the Act") for a total of 3,861,836 shares aggregating to 45.40% of the total paid-up equity share capital were received.

50 members attended the meeting via Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dr. Bhupendra Gandhi, Chairman of the Company took the Chair and welcomed all the Directors, KMPs, Members and other invitees present at the 36th Annual General Meeting.

The Chairman after ascertaining the quorum and declare that the required quorum is present at this meeting. Therefore, he called the meeting to order. He further informed the members that the documents which are statutorily required to be kept open were available electronically for inspection by the members during the AGM.

The Chairman requested the Company Secretary to take forward the proceedings of Annual General Meeting further.

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Mr. Vinod Mali, Company Secretary of the Company, introduced all the Directors and KMPs present at the meeting via Video Conferencing/Other Audio-Visual Means. Furthermore, he has been informed that Mr. Ameet Desai, Independent Director of the Company, is unable to attend the meeting.

He acknowledged the presence of Mr. Arpit Shah, Partner representing Chandulal M Shah & Co., Chartered Accountants, Statutory Auditors and Mr. Tapan Shah, Practicing Company Secretary of the Company.

Before taking up the agenda items, he has brought a few important points to the attention of the members.

Further, with the permission of the members, on behalf of the chairman, the Company Secretary declared that the Notice convening the 36th Annual General Meeting and the Annual Report of the Company for the financial year ended 31 March 2023, were taken as read as the same were already circulated to the members. The Statutory Auditor's and Secretarial Auditor's report contain no qualifications/adverse remarks.

After that, Mr. Rajiv Gandhi, CEO & Managing Director of the Company, addressed the members at the meeting. He briefed the members about the business performance, financial highlights of the Company including the subsidiaries and other major developments during the financial year ended 31 March 2023.

On conclusion of the address, Mr. Vinod Mali, Company Secretary, on behalf of the Chairman, informed the members the following:

- a) The remote e-voting period, which had commenced on Sunday, 17 September 2023 at 9:00 a.m. (IST) and ended on Tuesday, 19 September 2023 at 5:00 p.m. (IST);
- b) The Company has provided a facility for the members to cast their votes electronically during the AGM on all resolutions set forth in the Notice convening the 36th Annual General Meeting of the Company.
- c) Members who had not cast their votes through the remote e-voting platform were provided with an opportunity to cast their votes, electronically during the AGM.
- d) Pursuant to Section 109 of the Companies Act, 2013, the Company has appointed Mr. Tapan Shah, Practicing Company Secretary, as scrutinizer to conduct the process in fair and transparent manner.

Thereafter, the following resolutions, as set out in the notice convening the AGM, were carried out at the meeting by the members:

Ordinary Business

1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended on 31 March 2023 and the reports of the Board of Directors and Auditors thereon - Ordinary Resolution
2. To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended on 31 March 2023 and the reports of the Auditors thereon - Ordinary Resolution

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3. To declare a dividend on equity shares for the financial year ended 31 March 2023 - Ordinary Resolution
4. To re-appoint Mr. Sanjiv Gandhi (DIN: 00024548), who retires by rotation as a Director - Ordinary Resolution
5. Re-appointment of the Statutory Auditors - Ordinary Resolution

Special Business

6. To ratify the remuneration of Cost Auditors for the financial year ending 31 March 2024 - Ordinary Resolution
7. Appointment of Mr. Anil Jain (DIN: 00805735) as an Independent Director - Special Resolution
8. Appointment of Mr. Jatin Trivedi (DIN: 01618245) as an Independent Director - Special Resolution

The Company Secretary informed the members that the result will be declared upon receipt of consolidated scrutinizer's report within statutory time period. He further informed that the results shall also be uploaded on the Company's website www.hester.in together with the consolidated report of the Scrutinizer and shall be available at the Registered Office of the Company.

The members who have registered as a speaker at this meeting had asked various questions and the management has responded on the questions/ queries to their satisfaction.

With the permission of the Chairman, Company Secretary has announced formal closure of the 36th Annual General Meeting of the Company.

The 36th Annual General Meeting commenced at 10:30 a.m. (IST) and concluded at 11:16 a.m. (IST).

Sincerely,
For Hester Biosciences Limited

VINOD
MALI

Digitally signed
by VINOD MALI
Date: 2023.09.20
15:55:31 +05'30'

Vinod Mali
Company Secretary & Compliance Officer
ACS 50908

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DECLARATION OF CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING DURING THE 36TH ANNUAL GENERAL MEETING OF HESTER BIOSCIENCES LIMITED

Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Hester Biosciences Limited ("the Company") had provided remote e-voting facility to the members for exercising the voting rights and e-voting facility was also provided during the 36th Annual General Meeting ("AGM") of the Company.

Mr. Tapan Shah (FCS: 4476), Practicing Company Secretary was appointed as Scrutiniser to ensure the 36th Annual General Meeting to be conducted in a fair and transparent manner.

The Scrutiniser has submitted his Report and basis of report of the Scrutiniser on the remote e-voting by the Members, it is hereby declared, that the resolutions as set out in Postal Ballot Notice, have been duly passed by the Members of the Company with requisite majority.

The voting on the eight resolutions contained in the Notice of AGM dated 26 June 2023 were casted through remote e-voting and e-voting during AGM. Based on the report submitted by Mr. Tapan Shah, Practicing Company Secretary, the Scrutinizer appointed for both, remote e-voting and e-voting during AGM, I declare the eight resolutions contained in the Notice of AGM as passed with requisite majority.

The summary of consolidated results of remote e-voting and e-voting at annual general meeting are as under:

Resolution No.	Resolution Type	Voting in favour of the Resolution		Voting against resolution	
		Nos.	%	Nos.	%
Resolution No. 1 of the Notice (As an Ordinary Business)	Ordinary	4,916,213	100%	16	Negligible
Resolution No. 2 of the Notice (As an Ordinary Business)	Ordinary	4,916,213	100%	16	Negligible
Resolution No. 3 of the Notice (As an Ordinary Business)	Ordinary	4,916,213	100%	16	Negligible
Resolution No. 4 of the Notice (As an Ordinary Business)	Ordinary	4,218,068	99.99%	341	0.01%
Resolution No. 5 of the Notice (As an Ordinary Business)	Ordinary	4,916,213	100%	16	Negligible
Resolution No. 6 of the Notice (As an Special Business)	Ordinary	4,916,209	100%	20	Negligible
Resolution No. 7 of the Notice (As an Special Business)	Special	4,915,888	99.99%	341	0.01%
Resolution No. 8 of the Notice (As an Special Business)	Special	4,915,888	99.99%	341	0.01%

All the resolutions as stated in the notice of the 36th Annual General meeting has been passed with requisite majority.

Sincerely,
For Hester Biosciences Limited

Rajiv
Gandhi

Digitally signed
by Rajiv Gandhi
Date: 2023.09.20
15:56:00 +05'30'

Rajiv Gandhi
CEO & Managing Director
DIN: 00438037



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36th Annual General Meeting voting results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

1	Date of Annual General Meeting	20 September 2023
2	Total number of shareholders on Cut-off Date	13, 651 Equity Shareholders (as on 13 September 2023)
3	Number of Shareholders present in the meeting either in person or through proxy: a) Promoter and Promoters Group b) Public	Not Applicable
4	Number of Shareholders attended meeting via VC/OVAM a) Promoter and Promoters Group b) Public	50 12 38

Resolutions-wise Disclosures:

Resolution No. 1				To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended on 31 March 2023 and the reports of the Board of Directors and Auditors thereon;				
Resolution required				Ordinary Resolution				
Whether promoters / Promoters group are interested in the agenda / resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	45,70,944	4,543,944	99.41	4,543,944	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,543,944	99.41	4,543,944	-	100.00	-
Public - Institutional holders	E-voting	35,717	21,625	60.55	21,625	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		21,625	60.55	21,625	-	100.00	-
Public-Others	E-voting	3,900,204	350,660	8.99	350,644	16	100.00	Negligible
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		350,660	8.99	350,644	16	100.00	Negligible
Total		8,506,865	4,916,229	57.79	4,916,213	16	100.00	Negligible



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Resolution No. 2				To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended on 31 March 2023 and the reports of the Auditors thereon				
Resolution required				Ordinary Resolution				
Whether promoters / Promoters group are interested in the agenda / resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$(3) = [(2)/(1)] * 100$	(4)	(5)	$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$
Promoter and Promoter Group	E-voting	45,70,944	4,543,944	99.41	4,543,944	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,543,944	99.41	4,543,944	-	100.00	-
Public - Institutional holders	E-voting	35,717	21,625	60.55	21,625	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		21,625	60.55	21,625	-	100.00	-
Public-Others	E-voting	3,900,204	350,660	8.99	350,644	16	100.00	Negligible
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		350,660	8.99	350,644	16	100.00	Negligible
Total		8,506,865	4,916,229	57.79	4,916,213	16	100.00	Negligible



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Resolution No. 3				To declare a dividend on equity shares for the financial year ended 31 March 2023				
Resolution required				Ordinary Resolution				
Whether promoters / Promoters group are interested in the agenda / resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-voting	45,70,944	4,543,944	99.41	4,543,944	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,543,944	99.41	4,543,944	-	100.00	-
Public - Institutional holders	E-voting	35,717	21,625	60.55	21,625	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		21,625	60.55	21,625	-	100.00	-
Public- Others	E-voting	3,900,204	350,660	8.99	350,644	16	100.00	Negligible
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		350,660	8.99	350,644	16	100.00	Negligible
Total		8,506,865	4,916,229	57.79	4,916,213	16	100.00	Negligible



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Resolution No. 4				To re-appoint Mr. Sanjiv Gandhi (DIN: 00024548), who retires by rotation as a Director				
Resolution required				Ordinary Resolution				
Whether promoters / Promoters group are interested in the agenda / resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	45,70,944	3,846,124	84.14	3,846,124	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,846,124	84.14	3,846,124	-	100.00	-
Public - Institutional holders	E-voting	35,717	21,625	60.55	21,625	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		21,625	60.55	21,625	-	100.00	-
Public- Others	E-voting	3,900,204	350,660	8.99	350,644	341	99.90	0.10
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		350,660	8.99	350,644	341	99.90	0.10
Total		8,506,865	4,218,409	49.59	4,218,068	341	99.99	0.01


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Resolution No. 5				Re-appointment of the Statutory Auditors				
Resolution required				Ordinary Resolution				
Whether promoters / Promoters group are interested in the agenda / resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-voting	45,70,944	4,543,944	99.41	4,543,944	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,543,944	99.41	4,543,944	-	100.00	-
Public - Institutional holders	E-voting	35,717	21,625	60.55	21,625	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		21,625	60.55	21,625	-	100.00	-
Public- Others	E-voting	3,900,204	350,660	8.99	350,644	16	100.00	Negligible
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		350,660	8.99	350,644	16	100.00	Negligible
Total		8,506,865	4,916,229	57.79	4,916,213	16	100.00	Negligible


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Resolution No. 6				To ratify the remuneration of Cost Auditors for the financial year ending 31 March 2024				
Resolution required				Ordinary Resolution				
Whether promoters / Promoters group are interested in the agenda / resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-voting	45,70,944	4,543,944	99.41	4,543,944	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,543,944	99.41	4,543,944	-	100.00	-
Public - Institutional holders	E-voting	35,717	21,625	60.55	21,625	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		21,625	60.55	21,625	-	100.00	-
Public- Others	E-voting	3,900,204	350,660	8.99	350,640	20	100.00	Negligible
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		350,660	8.99	350,640	20	100.00	Negligible
Total		8,506,865	4,916,229	57.79	4,916,209	20	100.00	Negligible



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Resolution No. 7				Appointment of Mr. Anil Jain (DIN: 00805735) as an Independent Director				
Resolution required				Special Resolution				
Whether promoters / Promoters group are interested in the agenda / resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-voting	45,70,944	4,543,944	99.41	4,543,944	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,543,944	99.41	4,543,944	-	100.00	-
Public - Institutional holders	E-voting	35,717	21,625	60.55	21,625	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		21,625	60.55	21,625	-	100.00	-
Public- Others	E-voting	3,900,204	350,660	8.99	350,644	341	99.90	0.10
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		350,660	8.99	350,644	341	99.90	0.10
Total		8,506,865	4,916,229	57.79	4,915,888	341	99.99	0.01



Hester Biosciences Limited

Head Office

Pushpak, 1st Floor
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Gujarat, India
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Factory

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Taluka Kadi
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www.hester.in

CIN L99999GJ1987PLC022333

Resolution No. 8				Appointment of Mr. Jatin Trivedi (DIN: 01618245) as an Independent Director				
Resolution required				Special Resolution				
Whether promoters / Promoters group are interested in the agenda / resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	45,70,944	4,543,944	99.41	4,543,944	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,543,944	99.41	4,543,944	-	100.00	-
Public - Institutional holders	E-voting	35,717	21,625	60.55	21,625	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		21,625	60.55	21,625	-	100.00	-
Public- Others	E-voting	3,900,204	350,660	8.99	350,644	341	99.90	0.10
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		350,660	8.99	350,644	341	99.90	0.10
Total		8,506,865	4,916,229	57.79	4,915,888	341	99.99	0.01

All the resolutions as stated in Notice of the 36th Annual General Meeting has been passed with requisite majority.

The Report of Scrutiniser is enclosed herewith.

Sincerely,
For Hester Biosciences Limited

VINOD MALI
Digitally signed by VINOD MALI
Date: 2023.09.20 15:55:01 +05'30'

Vinod Mali
Company Secretary & Compliance Officer

Enclosure: As above

Date: 20th September, 2023

To,
The Chairman
HESTER BIOSCIENCES LIMITED
CIN: L99999GJ1987PLC022333
1st Floor, 'Pushpak',
Panchvati Cross Road, C.G. Road,
Ahmedabad – 380006, Gujarat, India


Dear Sir,

I thank you for appointing me as the Scrutinizer for remote e-voting process and voting by your Members during the 36th Annual General Meeting of your Company held on Wednesday, 20th September, 2023 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to the remote e-voting and the casting through electronic voting (remote) at the meeting on resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting (remote) at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the resolutions.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Signature: 

Name of Company Secretary: Tapan Shah

C.P.No.: 2839

UDIN: F004476E001013770

PR No. : 673/2020



Report of Scrutinizer on remote e-voting process and voting by members during the 36th AGM of
Hester Biosciences Limited held on Wednesday, 20th September, 2023





SCRUTINIZER'S REPORT

Name of the Company	HESTER BIOSCIENCES LIMITED
Meeting	36 th Annual General Meeting
Day, Date & Time	Wednesday, 20 September 2023 at 10:30a.m.
Deemed Venue	Manufacturing Unit : Village: MerdaAdraj, Taluka: Kadi, District: Mehsana, State: Gujarat - 382 721 India
Mode	Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM")

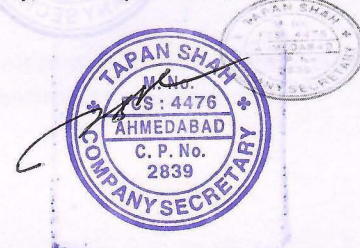
1. Appointment as Scrutinizer:-

I was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 36th Annual General Meeting ("AGM") of **HESTER BIOSCIENCES LIMITED** (hereinafter referred to as the Company) scheduled on Wednesday, 20 September 2023 at 10:30a.m. held through Video Conferencing ("VC") / Other Audio-visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM:-

- i. Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively and General Circulars No. 02/2021 dated 13th January, 2021, 02/2022 dated 5th May 2022 and 10/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs and the SEBI Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, advertisement was published in Financial Express (English Edition in English language) and in Financial Express (Gujarati Edition in Gujarati language), both having Ahmedabad edition on 24th August, 2023, specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock

Report of Scrutinizer on remote e-voting process and voting by members during the 36th AGM of Hester Biosciences Limited held on Wednesday, 20th September, 2023



Exchanges, manner of registration of email IDs by the members (both physical and demat) who are yet to register their email IDs with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

- ii. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 24th August, 2023.
- iii. The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link In time India Pvt. Ltd., the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., Central Depository Services (India) Limited ("CDSL") and National Securities Depository Limited ("NSDL"), the Company completed dispatch of Notice of AGM:
 - a. On 23rd August, 2023 by E-mail to 12,585 Members who had already registered their email IDs with the Company / Depositories;

3. Cut-off date:-

Voting rights were reckoned as on Wednesday, 13th September, 2023, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

4. Remote e-voting process:-

i. Agency

The Company appointed Central Depository Services (India) Ltd (CDSL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.

ii. Remote e-voting period

Remote e-voting platform was open from 09:00 a.m. on Sunday, 17th September, 2023 till 05:00 p.m. on Tuesday, 19th September, 2023 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

5. Voting at the AGM:-

- i. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.
- ii. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the members who had cast their votes through remote e-voting.

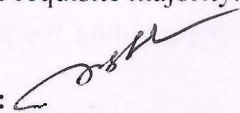
6. Counting Process:-

On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results, in the presence of two witnesses who were not in the employment of the Company.

7. Results:-

- i. We observed that
 - No Members had cast their votes through e-voting during the AGM;
 - 81 Members had cast their votes through remote e-voting.
- ii. Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 26th June, 2023 is enclosed herewith.
- iii. Based on the aforesaid results, we report that 6 Ordinary and 2 Special Resolutions as set out in Item Nos. 1 to 8 of the Notice of the AGM dated 26th June, 2023 have been passed with the requisite majority.

Place: Ahmedabad
Date: 20/09/2023

Signature: 
Name of Company Secretary: TAPAN SHAH
C.P.No.: 2839
UDIN: F004476E001013770
PR No. : 673/2020

Report of Scrutinizer on remote e-voting process and voting by members during the 36th AGM of
Hester Biosciences Limited held on Wednesday, 20th September, 2023

Page 4 of 5



Declaration

We, the undersigned witnessed that;

1. The remote e-voting result/list was unblocked and downloaded from the CDSL website (www.evotingindia.com) in our presence at 11:32 a.m. on 20th September, 2023 at the office of Mr. Tapan Shah, the scrutinizer.

Place: Ahmedabad

Date: 20/09/2023

Countered by
For, Hester Lifesciences Limited


Witness 1:

Mrs. Sristy Arya



Witness 2:

Ms. Falguni Panchal



CEO & Managing Director

HESTER BIOSCIENCES LIMITED

COSOLIDATED RESULTS

Resolution No. 1: To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended on 31 March 2023 and the reports of the Board of Director's and Auditor's thereon.

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	79	4916213	0	0	79	4916213	100.00
Dissent	2	16	0	0	2	16	0.00
Total	81	4916229	0	0	81	4916229	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 1** of the Notice of the AGM dated 26th June, 2023 has been **passed with requisite majority**.

Resolution No. 2: To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended on 31 March 2023 and the reports of the Auditor's thereon

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	79	4916213	0	0	79	4916213	100.00
Dissent	2	16	0	0	2	16	0.00
Total	81	4916229	0	0	81	4916229	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 2** of the Notice of the AGM dated 26th June, 2023 has been **passed with requisite majority**.

Resolution No. 3: To declare a dividend on equity shares for the Financial Year ended 31 March, 2023

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	79	4916213	0	0	79	4916213	100.00
Dissent	2	16	0	0	2	16	0.00
Total	81	4916229	0	0	81	4916229	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 3** of the Notice of the AGM dated 26th June, 2023 has been **passed with requisite majority**.



Resolution No. 4: To re-appoint Mr. Sanjiv Gandhi (DIN: 00024548), who retires by rotation as a Director

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	74	4218068	0	0	74	4218068	99.99
Dissent	3	341	0	0	3	341	0.01
Total	77	4218409	0	0	77	4218409	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 4** of the Notice of the AGM dated 26th June, 2023 has been **passed with requisite majority**.

Resolution No. 5: Re-appointment of M/s Chandulal M. Shah & Co., Chartered Accountants, (Firm Registration No. 101698W) as the Statutory Auditors of the Company

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	79	4916213	0	0	79	4916213	100.00
Dissent	2	16	0	0	2	16	0.00
Total	81	4916229	0	0	81	4916229	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 5** of the Notice of the AGM dated 26th June, 2023 has been **passed with requisite majority**.

Resolution No. 6: To ratify the remuneration of Cost Auditors for the financial year ending 31 March 2024

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	77	4916209	0	0	77	4916209	100.00
Dissent	4	20	0	0	4	20	0.00
Total	81	4916229	0	0	81	4916229	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 6** of the Notice of the AGM dated 26th June, 2023 has been **passed with requisite majority**.



Resolution No. 7: Appointment of Mr. Anil Jain (DIN: 00805735) as an Independent Director


Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	78	4915888	0	0	78	4915888	99.99
Dissent	3	341	0	0	3	341	0.01
Total	81	4916229	0	0	81	4916229	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Resolution No. 7** of the Notice of the AGM dated 26th June, 2023 has been **passed with requisite majority**.

Resolution No. 8: Appointment of Mr. Jatin Trivedi (DIN: 01618245) as an Independent Director

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	78	4915888	0	0	78	4915888	99.99
Dissent	3	341	0	0	3	341	0.01
Total	81	4916229	0	0	81	4916229	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Resolution No. 8** of the Notice of the AGM dated 26th June, 2023 has been **passed with requisite majority**.

Signature: 

Name of Company Secretary: TAPAN SHAH

FCS: 4476 COP: 2839

UDIN: F004476E001013770

